

Gillies Bylaws

BYLAWS

Revised March 2016

ARTICLE I - NAME

The name of this organization shall be the Gillies.

ARTICLE II - PURPOSE

The purpose of the Gillies shall be to provide volunteer service to the Thomas Gilcrease Institute of American History and Art, hereafter known as the Museum.

The Gillies reserve the right to select their programs and services with final approval by the Museum Director.

ARTICLE III - MEMBERSHIP

Section 1. Qualifications: To be eligible for membership in the Gillies, a person must have a desire to serve and promote the Museum and must commit time for this service. All Gillies must be members of the Museum.

Section 2. Classification of Membership: There shall be five classes of membership. Requests for changes in membership status shall be submitted in writing to the Secretary for approval by the Executive Committee.

- A. Active
 - (a) Active members must perform a minimum of thirty (30) Museum Hours of service per year.
 - (b) Active members are expected to attend all general membership meetings and participate in educational opportunities.
- B. Merit

This classification is reserved for founding members and a few early members who performed outstanding service to the Museum. This class of membership is closed.

- C. Associate
 - (a) An Active member who has been in good standing for five years may apply, in writing, to the Secretary for Associate membership.
 - (b) No Museum Hours of service are required.
- D. Intern
 - (a) Interns are those who have been accepted for and are undergoing Gillies training.
 - (b) Admission to an Intern class shall be based on an application/questionnaire and an interview. The Executive Committee shall establish the size of the Intern Class based on Museum needs and available resources.
 - (c) Interns must complete orientation classes and a twenty (20) Museum Hour requirement for admission to Active membership; they are expected to attend general membership meetings and continuing education.
 - (d) All Interns are considered to have probationary status until they become Active Members at the May General Membership meeting.
- E. Life Membership consists of those members who satisfy the requirements for Associate Membership and who pay a \$250 one-time fee in lieu of annual dues. They may vote if they meet the required Museum Hours of service for Active members. This class of membership is closed.

Section 3. Privileges of Membership:

- A. Only Active members shall be officers.
- B. Active, Merit, and qualified Life members may vote.
- C. All members shall receive mailings and may attend education sessions and general membership meetings.

Section 4. Good Standing: A member in good standing is one whose dues are paid to the Gillies and who complies with the Bylaws.

Section 5. Resignation and Reinstatement:

- A. A member who wishes to resign in good standing shall submit a letter of resignation to the Secretary.
- B. A member who has resigned in good standing may apply for reinstatement, in writing, to the Secretary. Reinstatements are considered by the Executive Committee.

Section 6. Deviations and Exceptions to Membership Requirements: Deviations and exceptions to membership requirements shall be acted upon by the Executive Committee, subject to the foregoing provisions of this Article III.

- A. Leave of Absence: An active member in good standing may request a leave of absence of one year.
- B. Museum Hour Extension: An Active member or an Intern who has completed at least half the Museum Hour requirement by May 1 may apply in writing for an extension of three (3) months. Completion of the full Museum Hour requirement shall be expected the following year.
- C. Waiving of Museum Hours: An Active member in good standing who, because of extraordinary circumstances, is unable to complete the minimum Museum Hours requirement may be granted a waiver of that requirement.

ARTICLE IV - FINANCES

Section 1. Fiscal Year: The fiscal year of the Gillies shall be from June 1 through May 31.

Section 2. Dues: Dues shall be set by vote of the membership upon recommendation of the Board.

Section 3. Due Date: Dues shall be payable to the Treasurer June 1. If dues are not received by the date established by Section II, Paragraph C of the Policies and Procedures, membership shall be forfeited by action of the Executive Committee.

Section 4. Budget: Upon recommendation of the Board, the Budget shall be presented for approval to the membership at the Annual Meeting. Notification shall be in the newsletter prior to the meeting.

Section 5. Audit: An auditor shall be appointed by the President with the approval of the Board at the Annual Meeting and shall report at the September Meeting.

ARTICLE V - OFFICERS

Section 1. Officers: The elected officers shall be President, President-Elect, Vice-President, Secretary, and Treasurer.

Section 2. Qualifications: All nominees for elected office shall be Active members of the Gillies.

Section 3. Nominations of Officers:

- A. The Nominating Committee shall prepare a single slate of candidates for the elected offices except for the office of President. The office of President shall be filled by the President-Elect. In the event that the President-Elect is unable to serve as President, the Nominating Committee shall include a nomination for President in the slate.
- B. Notification of the slate shall be in the newsletter prior to the election.
- C. Additional nominations may be made from the floor with prior consent of the nominee.

Section 4. Election:

- A. Election shall be held at the March Annual Meeting.
- B. If there is only one candidate for office, election shall be by voice vote. If there is more than one candidate for an office, election shall be by ballot for that office.

Section 5. Term of Office:

- A. The term of office shall be one year or until a successor has been elected and takes office.
- B. Officers shall be installed at the May General Meeting and assume office June 1.
- C. Officers may serve no more than two consecutive terms in one office. No member shall hold more than one office at a time.

Section 6. Vacancies:

- A. A vacancy in the office of President shall be filled by the President-Elect. If such vacancy should occur before February 1 of the term of office, the balance of the year shall be considered her/his Presidency. If such vacancy should occur later than February 1 of the term of office, the President-Elect shall continue as President for the following year.
- B. A vacancy in an office other than that of the President shall be filled from a slate prepared by the Nominating Committee and approved by ballot vote of the Board.

Section 7. Duties:

- A. The President shall:
 - 1. be the chief executive officer and official representative of the Gillies.
 - 2. perform the duties that pertain to the office.
 - 3. serve as liaison between the Gillies and the Museum.
 - 4. appoint chairs for Museum Service Areas and Gillies Administrative Committees.
 - 5. appoint Special Committees.
 - 6. serve ex-officio on all committees except the Nominating Committee.
- B. The President-Elect shall:
 - 1. succeed to the office of President at the end of her/his term.
 - 2. assume the duties of the office of President in the absence of the President and succeed to the office of President for the unexpired term in the event of a vacancy in that office.
 - 3. serve as liaison between the Museum Service Areas and the Executive Committee.
 - 4. assume other duties assigned to the office by the President and the Executive Committee.
- C. The Vice-President shall:
 - 1. coordinate the membership admissions process and monitor the Interns.
 - 2. be responsible for the publication of the handbook.
 - 3. update and maintain a policies and procedures folder.
 - 4. assume other duties assigned to the office by the President and the Executive Committee.
- D. The Secretary shall:
 - 1. record and post the proceedings of all General meetings; and record proceedings of all Executive Committee meetings, Education Committee meetings, and Board meetings. The reading aloud of the minutes of the proceedings of any Gillies meeting is not required. The minutes of the General Meetings will be made available by posting in the sign-in room and by email.
 - 2. keep current a record of membership.
 - 3. have charge of such correspondence as is delegated by the President and the Board.
 - 4. notify the Board and Executive Committee of all meetings.
 - 5. assume other duties assigned to the office by the President and the Executive Committee.
- E. The Treasurer shall:
 - 1. receive all monies and be custodian of all funds.
 - 2. make payments as provided in the budget or as otherwise authorized.
 - 3. present financial statements to the membership and the Board at regularly scheduled meetings.
 - 4. serve as chair of the Budget Committee.
 - 5. make necessary tax reports.
 - 6. assume other duties assigned to the office by the President and Executive Committee.

ARTICLE VI - GENERAL MEMBERSHIP MEETINGS

In matters brought to a vote of the membership, decisions of that membership shall be final.

Section 1. Regular Meetings:

- A. There shall be at least three (3) regular meetings of the Gillies membership each year.
- B. Notification shall be in the Newsletter prior to the meeting date.

Section 2. Special Meetings:

- A. Special meetings may be called by the President, Executive Committee, the Board, or by request to the President, in writing, by twenty (20) Active members.
- B. At least three (3) days notice shall be given and the purpose of the meeting shall be stated in the call.
- C. Only the business listed in the call may be considered.

Section 3. Annual Meeting: The March meeting shall be the Annual Meeting.

Section 4. Quorum: Active members present shall constitute a quorum for any general membership meeting.

ARTICLE VII

EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS

Section 1. The Executive Committee shall consist of the elected officers. The immediate Past President and a Museum staff representative may serve as non-voting members.

- A. Duties: The Executive Committee
 - (a) shall be responsible for transaction of necessary business between meetings of the Board.
 - (b) shall act on concerns of membership status and privileges.
 - (c) shall review and recommend changes in Gillies programs and policies.
 - (d) shall make a report of its actions to the Board.
 - (e) may approve not-budgeted expenditures the total of which would not exceed \$250 during the fiscal year.
- B. Meetings:
 - (a) The Executive Committee shall meet regularly prior to meetings of the Board, on call of the President, or at the request of three members.
 - (b) A joint meeting of the incoming and outgoing Committees may be held preceding the May meeting.
- C. Quorum: A Quorum shall consist of three (3) voting members.

Section 2. The Board of Directors shall consist of the elected officers and the chairs of the Museum Service Areas and the Gillies Administrative Committees. The immediate Past President and a Museum staff representative may serve as non-voting members.

- A. Duties: The Board of Directors
 - (a) shall have general supervision of the affairs of the Gillies between regular general meetings, shall make recommendations, and shall perform such other duties as specified in these Bylaws.
 - (b) shall approve changes in Gillies programs or policies.
 - (c) shall make regular reports of actions to the membership.
 - (d) in matters of interest to the membership, shall endeavor to represent the views of that membership.

- (e) may approve not-budgeted expenditures the total of which would not exceed \$500 during the fiscal year.
- C. Term of Office: A Board member may serve no more than two (2) consecutive terms in the same Board position.
- D. Quorum: A quorum shall consist of the members present.

ARTICLE VIII - COMMITTEES

Section 1. Standing Committees:

- A. Museum Service Areas Committees directly serve the Museum and work closely with the Museum staff. Their chairs shall serve on the Board.
- B. Gillies Administrative Committees serve the Gillies organization; their chairs shall serve on the Board.
- C. The Education Committee shall coordinate education policies of the Gillies. The Chair shall be the President-Elect.
- D. The Budget Committee shall prepare a budget to be presented for approval by the membership at the Annual Meeting. The committee shall be composed of five (5) persons: the Treasurer, serving as Chair, the President-Elect, and three members appointed by the President and approved by the Board.
- E. The Nominating Committee shall consist of five (5) members and two (2) alternates. All members shall have completed five (5) years of service to the Gillies prior to their service on the committee. The immediate Past President will serve as a voting member. The chair will be chosen by a vote of the previous year's committee and will be a non-voting member. The committee shall prepare a single slate of officers for the following year. Members of the committee may not make nominations for officers. They also shall prepare a single slate for the members of the succeeding Nominating Committee.

Section 2. Special Committees may be appointed by the President.

ARTICLE IX - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised, shall govern the Gillies where applicable, unless inconsistent with these Bylaws and any special rules the Gillies may adopt.

ARTICLE X - AMENDMENT

These Bylaws may be amended at any general meeting of the Gillies by a two-thirds vote of the members present. The amendment must be submitted in writing to the membership with the call to the meeting.

ARTICLE XI - EXEMPT ORGANIZATION PROVISIONS

Section 1. Purpose: The Gillies is organized under these Bylaws exclusively for charitable, religious, educational or scientific purposes (as more specifically defined in Article II hereof), including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Section 2. Net Earnings: No part of the net earnings of the organization shall incur to the benefit of, or be distributable to its members, officers, or other private persons except that the organization shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 1 hereof.

Section 3. Prohibited Activities: No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Bylaws, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by an organization's contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. Dissolution: Upon the dissolution of the organization, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization, exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.